



Notice of the Extraordinary General Meeting of Shareholders of Fyber N.V. to be held on 12 December 2019

Fyber N.V. (the **Company**) invites its shareholders to its Extraordinary General Meeting of Shareholders (**EGM**) to be held at the offices of Stibbe N.V., Beethovenplein 10, 1077 WM Amsterdam, the Netherlands, on **12 December 2019**, at 2:30 pm CET. The language of the meeting shall be in English.

The agenda items of the EGM will be as follows:

Agenda

1) Opening and announcements

2) Shares

Bond Conversion: Proposal to designate the Management Board as the corporate body authorized to issue up to 252,333,333 new shares and exclude pre-emptive rights (vote)

3) Supervisory Board

- (a) Proposal to appoint Mr Franklin Rios as a member of the Supervisory Board (vote)
- (b) Proposal to appoint Mr Tarek Malak as a member of the Supervisory Board (vote)

Meeting documents

The agenda above and the explanatory notes thereto (including the information regarding the proposed Supervisory Board members as referred to in section 2:142 paragraph 3 Dutch Civil Code) are available free of charge on the Company's website: <https://investors.fyber.com/>.

Record Date

The Management Board has determined that for this meeting the persons who will be considered as entitled to attend the EGM, are those holders of shares who on **14 November 2019**, after close of trading on the regulated market segment (*regulierter Markt*) of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) (the **Record Date**), hold those rights and are registered as such in the administrations of their banks and brokers.

Registration to Vote

Each shareholder is entitled to vote on the total number of shares that he/she holds at the close of trading on the Record Date, provided he/she has registered his/her shares timely.

A confirmation by the custodian bank in whose administration the shares of the relevant shareholder are registered must be submitted to the Company, stating that such shares were registered in his/her name on the Record Date. The confirmation must include the full address details of the relevant shareholder in order to enable the Company to verify the shareholding on the Record Date in an efficient manner.



The confirmation must be sent by the shareholder's bank to the Company, not later than **5 December 2019 at 5:30 pm CET**. A copy of the confirmation may be sent by e-mail to agm@fyber.com. Please send the original confirmation to the address of the Company listed below. The Company will send an email confirmation to the shareholder of the registration for the EGM.

Voting by Proxy

Notwithstanding the obligation to register for the meeting, the right to attend and to vote at the meeting may be exercised by a holder of a written proxy. A form of a written proxy is available on the Company's website. The written proxy must be received by the Company no later than on **5 December 2019, 5:30 pm CET**. The proxy to represent a shareholder may (but needs not) be granted to Ms Manon Cremers, civil law notary with Stibbe or her substitute, by sending an email with proxy and voting instructions to agm@fyber.com no later than **5 December 2019** at 5:30 pm CET. Please send the original proxy to the Company's address listed below. A copy of the written proxy must be shown at the registration prior to the start of the meeting.

If you intend to instruct your custodian bank for any of the above, please be aware that applicable deadlines could be a number of days before those mentioned above. Please check with the individual institutions as to their cut-off dates.

Registration and identification at the meeting

Registration for admission to the meeting will take place from 1:30 pm CET until the commencement of the meeting at 2:30 pm CET. After this time registration is no longer possible. Persons entitled to attend the meeting may be asked for identification prior to being admitted by means of a valid official identity document, such as a passport.

As of 31 October 2019, the issued share capital of the Company amounts to EUR 36,186,641.90 divided into 361,866,419 ordinary shares with a nominal value of EUR 0.10 each. A total of 1,966,667 shares is held by the Company itself.

For further information, please see the Company's website <https://investors.fyber.com/>.

All communications to the Company or the Management Board in connection with the foregoing must be addressed to the Company as follows:

Fyber N.V.

attn.: Governance Department
Wallstraße 9-13, 10179 Berlin, Germany
email: agm@fyber.com

The Supervisory Board and the Management Board of Fyber N.V.
Berlin, Germany on 31 October 2019